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ARIZONA CORPORATION COMMISSION

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MEMORANDUM



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
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TO: Mike Gleason, Chairman
 William A. Mundell
 Jeff Hatch-Miller
 Kristin K. Mayes
 Gary Pierce

Arizona Corporation Commission
DOCKETED

MAR 12 2008

FROM: Mark Dinell 
 Assistant Director of Securities

DOCKETED BY	
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DATE: March 12, 2008

RE: Trend Management Group, Inc., *et al.* (S-020476A-06-0557); Order to Cease and Desist, Order of Restitution, Order for Administrative Penalties, and Consent to Same by Linda B. Jordan

CC: Dean S. Miller, Interim Executive Director

Attached is a proposed Order to Cease and Desist, Order of Restitution, Order for Administrative Penalties, and Consent to Same by Linda B. Jordan ("JORDAN"). The Order finds that JORDAN assisted the violation of A.R.S. §§44-1841 and 44-1842 (selling unregistered securities while being unlicensed) by Trend Management Group, Inc.; Trend Capital, L.L.C. ("Trend Capital"); and, The Trend Group, Inc. ("Trend Group") (collectively the "Trend Entities"). The Order requires JORDAN to cease and desist her activity, pay restitution in the amount of \$71,797.40, and pay an administrative penalty in the amount of \$5,000.00. The Order is part of a "global" resolution of JORDAN'S involvement in this matter and essentially requires the return of funds that JORDAN received during her involvement with Trend Capital and Trend Group.

Between August 2001 and October 2005, the Trend Entities raised more than \$15.9 million from over 300 investors, many of whom were elderly, by selling securities in the form of stock and investment contracts involving the purchase, servicing, and sale of distressed consumer receivables.

The Trend Entities are currently under the control of the Receiver Peter S. Davis appointed by the Superior Court of Arizona – Maricopa County in Case No. CV2006-016822, the action previously authorized by the Commission. Investors have submitted claims in excess of \$11 million to the Receiver who, as of December 31, 2007, has marshaled assets of approximately \$5.4 million. In the next few months, the Receiver will propose a plan to make distributions to investors.

As Director of Client Services of Trend Capital, JORDAN enabled the perpetuation of the scheme by communicating with investors, helping form Trend Group, and opening (in fact, she was the only signer on) the Trend Group bank accounts. JORDAN entered into an agreement with the Receiver whereby JORDAN will pay \$71,797.40 in settlement of all claims made by the Receiver. JORDAN tendered a down payment to the Receiver in the amount of \$10,000.00 and agreed to pay the remainder by executing a promissory note secured by a deed of trust in favor of the Receiver on certain real property in Maricopa County. Pursuant to the promissory note, JORDAN agrees to pay the Receiver, with interest from April 1, 2008 on the unpaid principal at the rate of five percent (5%) per annum, the principal sum of \$61,797.40. Restitution as part of the Order is essentially on the same terms. The penalty of \$5,000 under the Order is due after full restitution is paid.

The Securities Division believes that the Order is appropriate to protect the public welfare.

Originator: Aaron S. Ludwig

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3 **BEFORE THE ARIZONA CORPORATION COMMISSION**

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5 COMMISSIONERS

6 MIKE GLEASON, Chairman
7 WILLIAM A. MUNDELL
8 JEFF HATCH-MILLER
9 KRISTIN K. MAYES
10 GARY PIERCE

11 In the matter of)

12 TREND MANAGEMENT GROUP, INC., a)
13 Nevada corporation,)

14 SCOTT RENNY BOGUE, SR. and)
15 ARLENE JANE BOGUE, husband and)
16 wife,)

17 RYAN JAMES HERNDON and LORI)
18 DARLENE HERNDON (a.k.a. LORI J.)
19 HERNDON a.k.a. LORI JORDAN),)
20 husband and wife,)

21 TREND CAPITAL, LLC, an Arizona)
22 limited liability company,)

23 LINDA BRYANT JORDAN (a.k.a. LINDA)
24 VAN VRANKEN a.k.a. LINDA JORDAN-)
25 VAN VRANKEN), a married person,)
26 individually and doing business as THE)
Trend Group, Inc.,)

RUSSELL LANGDON VAN VRANKEN,)
husband of LINDA BRYANT JORDAN,)

EASY STREET FINANCIAL GROUP,)
INC., an Arizona corporation,)

CHRISTOPHER ELLIS MARX and JANE)
DOE MARX, husband and wife,)

SCOT ALAN OGLESBY and LORI ANN)
OGLESBY, husband and wife,)

Respondents.)

DOCKET NO. S-020476A-06-0557

DECISION NO. _____

**ORDER TO CEASE AND DESIST, ORDER
OF RESTITUTION, ORDER FOR
ADMINISTRATIVE PENALTIES AND
CONSENT TO SAME BY:**

**LINDA BRYANT JORDAN (a.k.a. LINDA
VAN VRANKEN a.k.a. LINDA JORDAN-VAN
VRANKEN)**

Respondent LINDA BRYANT JORDAN (a.k.a. LINDA VAN VRANKEN a.k.a. LINDA JORDAN-VAN VRANKEN) (hereinafter "Respondent" or "JORDAN") elects to permanently waive any right to a hearing and appeal under Articles 11 and 12 of the Securities Act of Arizona, A.R.S. § 44-1801 *et seq.* ("Securities Act") with respect to this Order To Cease And Desist, Order of Restitution, Order of Administrative Penalties and Consent to Same ("Order"). Respondent admits the jurisdiction of the Arizona Corporation Commission ("Commission"); neither admits nor denies the Findings of Fact and Conclusions of Law contained in this Order; and consents to the entry of this Order by the Commission. Respondent reserves the right to contest the Findings of Fact and Conclusions of Law contained in this Order to defend charges or complaints asserted by any entity other than the Arizona Corporation Commission.

I.

FINDINGS OF FACT

1. TREND MANAGEMENT GROUP, INC. ("TREND MANAGEMENT") did business in the state of Arizona.

2. TREND MANAGEMENT is not registered to sell securities in the state of Arizona.

3. TREND CAPITAL, LLC ("TREND CAPITAL") did business in the state of Arizona. TREND CAPITAL was organized as a limited liability company under the laws of the state of Arizona on or about September 10, 2003.

4. TREND CAPITAL is not registered to sell securities in the state of Arizona.

5. THE TREND GROUP, INC. ("THE TREND GROUP") did business in the state of Arizona. THE TREND GROUP attempted to register as a corporation in the State of Nevada on June 22, 2005, but failed to follow through with incorporation requirements and is currently in default as of August 1, 2005.

6. THE TREND GROUP is not registered to sell securities in the state of Arizona.

1 7. TREND MANAGEMENT, TREND CAPITAL and THE TREND GROUP are all currently
2 under the control of court-appointed Receiver Peter S. Davis, appointed in Cause No. CV 2006-
3 16822, Superior Court of Maricopa County.

4 8. RYAN JAMES HERNDON ("HERNDON") is an individual who was the Secretary of
5 TREND MANAGEMENT according to the records of the Arizona Corporation Commission,
6 Corporations Division.

7 9. HERNDON is the only named managing member of TREND CAPITAL and the sole
8 member of TREND CAPITAL.

9 10. Beginning on or about September 24, 2001 until on or about November 11, 2004, TREND
10 MANAGEMENT sold shares of its A and B preferred stock to individuals.

11 11. TREND MANAGEMENT issued sales commissions of approximately 8% to TREND
12 CAPITAL for the sale of the TREND MANAGEMENT stock.

13 12. The majority of the TREND MANAGEMENT preferred stock was issued to TREND
14 CAPITAL. TREND CAPITAL held the TREND MANAGEMENT preferred stock in its own
15 corporate name and was the owner of record. TREND CAPITAL then issued "certificates of
16 participation" in TREND CAPITAL to its individual investors in the form of membership interests of
17 TREND MANAGEMENT stock.

18 13. JORDAN was employed by TREND CAPITAL and acted as Director of Client Services. In
19 that capacity, JORDAN reported directly to HERNDON. As Director of Client Services, JORDAN
20 dealt with TREND CAPITAL investors and communicated with them in writing on letterhead that
21 used the name the Trend Group.

22 14. TREND CAPITAL used sales agents, usually insurance salespeople, to solicit investors in the
23 TREND CAPITAL Certificates of participation.

24 15. In or about April 2005, JORDAN signed documents to form THE TREND GROUP as
25 directed by HERNDON. HERNDON selected the name THE TREND GROUP, which closely
26 resembled the name of TREND CAPITAL and TREND MANAGEMENT. Prior to efforts to form

1 THE TREND GROUP, both TREND CAPITAL and TREND MANAGEMENT used the name The
2 Trend Group while conducting their business activities.

3 16. During 2005, THE TREND GROUP and JORDAN opened bank accounts at US Bank.
4 JORDAN was the only account holder on THE TREND GROUP bank accounts and JORDAN was
5 the only signer on those accounts.

6 17. One of the US Bank THE TREND GROUP accounts was used to distribute funds to TREND
7 CAPITAL investors. Another one of the accounts was used to, among other things, deposit investor
8 money for TREND CAPITAL Certificates of Participation investments. That same account was the
9 account that paid the business expenses of TREND CAPITAL, including salaries, office space rental,
10 office supplies, utilities, and office furniture.

11 18. THE TREND GROUP account at US Bank received deposits from TREND
12 MANAGEMENT.

13 19. The written sales material presented to some investors a brochure with the name THE
14 TREND GROUP. Correspondence to investors was sent out on THE TREND GROUP stationary
15 and sales agents were given business cards with JORDAN'S name as the Director of Client Services
16 of THE TREND GROUP.

17 20. JORDAN received funds from various bank accounts including accounts in the name of
18 TREND MANAGEMENT and TREND CAPITAL. JORDAN did receive a salary and bonuses as
19 an employee of TREND CAPITAL. Bonuses received by JORDAN totaled at least \$50,000.

20 21. JORDAN entered into an agreement in principal with the court-appointed Receiver Peter S.
21 Davis, appointed in Cause No. CV 2006-16822, Superior Court of Maricopa County whereby
22 JORDAN will pay \$71,797.40 in settlement of all claims made by the Receiver. JORDAN tendered
23 a down payment to the Receiver in the amount of \$10,000.00 and agreed to pay the remainder by
24 executing a promissory note secured by a deed of trust in favor of the Receiver on certain real
25 property in Maricopa County. Pursuant to the promissory note, JORDAN agrees to pay the Receiver,
26

1 with interest from April 1, 2008 on the unpaid principal at the rate of five percent (5%) per annum,
2 the principal sum of \$61,797.40.

3 22. JORDAN contends that she did not knowingly offer or sell securities within the meaning of
4 A.R.S. §§ 44-1801(15), 44-1801(21) and 44-1801(26).

5 **II.**

6 **CONCLUSIONS OF LAW**

7 1. The Commission has jurisdiction over this matter pursuant to Article XV of the
8 Arizona Constitution and the Securities Act.

9 2. In her role as an employee of TREND CAPITAL and at the direction of RYAN
10 HERNDON, Respondent JORDAN assisted in TREND CAPITAL'S offer or sale of securities
11 within or from Arizona, within the meaning of A.R.S. §§ 44-1801(15), 44-1801(21), and 44-
12 1801(26).

13 3. In her role as an employee of TREND CAPITAL and at the direction of RYAN
14 HERNDON, Respondent JORDAN assisted TREND CAPITAL'S violation of A.R.S. § 44-1841
15 through TREND CAPITAL'S offering or selling securities that were neither registered nor exempt
16 from registration.

17 4. In her role as an employee of TREND CAPITAL and at the direction of RYAN
18 HERNDON, Respondent JORDAN assisted TREND CAPITAL'S violation of A.R.S. § 44-1842
19 due to TREND CAPITAL'S offering or selling securities while neither registered as a dealer or
20 salesman nor exempt from registration.

21 5. Respondent JORDAN'S conduct is grounds for a cease and desist order pursuant to
22 A.R.S. § 44-2032.

23 6. Respondent JORDAN'S conduct is grounds for an order of restitution pursuant to
24 A.R.S. § 44-2032.

25 7. Respondent JORDAN'S conduct is grounds for administrative penalties under
26 A.R.S. § 44-2036.

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III.**ORDER**

THEREFORE, on the basis of the Findings of Fact, Conclusions of Law, and Respondent's consent to the entry of this Order, attached and incorporated by reference, the Commission finds that the following relief is appropriate, in the public interest, and necessary for the protection of investors:

IT IS ORDERED, pursuant to A.R.S. § 44-2032 that Respondent JORDAN, and any of Respondent JORDAN'S agents, employees, successors and assigns, permanently cease and desist from violating the Securities Act. Respondent JORDAN shall not sell any securities in or from Arizona without being registered in Arizona as a dealer or salesman, or exempt from such registration. Respondent JORDAN shall not sell securities in or from Arizona unless the securities are registered in Arizona or exempt from registration.

IT IS FURTHER ORDERED that Respondent JORDAN comply with the attached Consent to Entry of Order.

IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that Respondent JORDAN shall pay restitution to the Commission in the amount of \$71,797.40. An initial payment of \$10,000.00 shall be made on or before the date of this Order. Any amount outstanding shall accrue interest at the rate of five percent (5%) per annum from the date of this Order until paid in full. Any restitution paid under this provision shall be paid directly to the court-appointed Receiver Peter S. Davis, appointed in Cause No. CV2006-16822, Superior Court of Maricopa County for further distribution as ordered by the court in the receivership action.

IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2036 that Respondent JORDAN shall pay an administrative penalty in the amount of \$5,000. Any amount outstanding shall accrue interest at the rate of 10% per annum from the date of this Order until paid in full. The payment obligations for this administrative penalty shall be subordinate to any restitution obligations ordered herein and shall become immediately due and payable only after restitution payments have

1 been paid in full or upon Respondent's default with respect of Respondent's restitution obligations.
2 Any payment under this provision shall be made to the "State of Arizona."

3 For purposes of this Order, a bankruptcy filing by Respondent shall be an act of default. If
4 Respondent does not comply with this Order, any outstanding balance may be deemed in default
5 and shall be immediately due and payable.

6 IT IS FURTHER ORDERED that if Respondent JORDAN fails to comply with this order,
7 the Commission may bring further legal proceedings against the Respondent, including application
8 to the superior court for an order of contempt.

9 IT IS FURTHER ORDERED that Respondent RUSSELL LANDON VAN VRANKEN is
10 dismissed from this action with prejudice.

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1 IT IS FURTHER ORDERED that this Order shall become effective immediately.

2 BY ORDER OF THE ARIZONA CORPORATION COMMISSION

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5 CHAIRMAN

COMMISSIONER

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7 COMMISSIONER

COMMISSIONER

COMMISSIONER

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9 IN WITNESS WHEREOF, I, DEAN MILLER, Interim
10 Executive Director of the Arizona Corporation
11 Commission, have hereunto set my hand and caused the
12 official seal of the Commission to be affixed at the
13 Capitol, in the City of Phoenix, this _____ day of
14 _____, 2008.

15 DEAN MILLER
16 Interim Executive Director

17 _____
18 DISSENT

19 _____
20 DISSENT

21 This document is available in alternative formats by contacting Linda Hogan, Executive Assistant
22 to the Executive Director, voice phone number 602-542-3931, E-mail lhogan@azcc.gov.

23 (LHJ/ASL)
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CONSENT TO ENTRY OF ORDER

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2 1. Respondent JORDAN admits the jurisdiction of the Commission over the subject
3 matter of this proceeding. Respondent JORDAN acknowledges that she has been fully advised of
4 her right to a hearing to present evidence and call witnesses and Respondent knowingly and
5 voluntarily waives any and all rights to a hearing before the Commission and all other rights
6 otherwise available under Article 11 of the Securities Act and Title 14 of the Arizona
7 Administrative Code. Respondent JORDAN acknowledges that this Order To Cease And Desist,
8 Order of Restitution, Order of Administrative Penalties and Consent to Same ("Order") constitutes
9 a valid final order of the Commission.

10 2. Respondent JORDAN knowingly and voluntarily waives any right under Article 12
11 of the Securities Act to judicial review of this matter, Docket No. S-020476A-06-0557, by any
12 court by way of suit, appeal, or extraordinary relief resulting from the entry of this Order.

13 3. Respondent JORDAN acknowledges and agrees that this Order is entered into
14 freely and voluntarily and that no promise was made or coercion used to induce such entry.

15 4. Respondent JORDAN acknowledges that she has been represented by attorneys in
16 this matter; that she has reviewed this Order with her attorneys Greg R. Davis of Davis Limited
17 and Charles R. Berry and Damien R. Meyer of Titus, Brueckner & Berry, P.C.; and, that she
18 understands all of the terms it contains.

19 5. Respondent JORDAN neither admits nor denies the Findings of Fact and
20 Conclusions of Law contained in this Order. Respondent agrees that she shall not contest the
21 validity of the Findings of Fact and Conclusions of Law contained in this Order in any present or
22 future administrative proceeding before the Commission.

23 6. By consenting to the entry of this Order, Respondent JORDAN agrees not to take
24 any action or to make any public statements denying, directly or indirectly, any Finding of Fact or
25 Conclusion of Law in this Order or creating the impression that this Order is without factual basis.
26 Respondent will undertake steps necessary to assure that all of her agents and employees

1 understand and comply with this agreement. Respondent JORDAN does, however, reserve the
2 right to contest the Findings of Fact and Conclusions of Law contained in this Order in order to
3 defend herself against any charges or complaints asserted by, or in any process or proceeding
4 before, any entity other than the Arizona Corporation Commission.

5 7. While this Order settles this administrative matter, Docket No. S-020476A-06-
6 0557, between Respondent JORDAN and the Commission, Respondent understands that this Order
7 does not preclude the Commission from instituting other administrative or civil proceedings based
8 on violations that are not addressed by this Order and that are not associated with TREND
9 CAPITAL, TREND MANAGEMENT, THE TREND GROUP, HERNDON, BOGUE or any other
10 entity that may be charged with this matter.

11 8. Respondent JORDAN understands that this Order does not preclude the
12 Commission from referring this matter to any governmental agency for administrative, civil, or
13 criminal proceedings that may be related to the matters addressed by this Order.

14 9. Respondent JORDAN understands that this Order does not preclude any other
15 agency or officer of the state of Arizona or its subdivisions from instituting administrative, civil, or
16 criminal proceedings that may be related to matters addressed by this Order.

17 10. Respondent JORDAN agrees that she will not apply to the state of Arizona for
18 registration as a securities dealer or salesman or for licensure as an investment adviser or
19 investment adviser representative until such time as all restitution and penalties under this Order
20 are paid in full.

21 11. Respondent JORDAN agrees that she will not exercise any control over any entity
22 that offers or sells securities or provides investment advisory services within or from Arizona until
23 such time as all restitution and penalties under this Order are paid in full.

24 12. Respondent JORDAN agrees that she will not sell any securities in or from Arizona
25 without being properly registered in Arizona as a dealer or salesman, or exempt from such
26 registration; she will not sell any securities in or from Arizona unless the securities are registered

1 in Arizona or exempt from registration; and she will not transact business in Arizona as an
2 investment adviser or an investment adviser representative unless properly licensed in Arizona or
3 exempt from licensure.

4 13. Respondent JORDAN agrees that she will continue to cooperate with the Securities
5 Division including, but not limited to, providing complete and accurate testimony at any hearing in
6 this matter and cooperating with the state of Arizona in any related investigation or any other
7 matters arising from the activities described in this Order. Respondent JORDAN reserves the right
8 to assert her Fifth Amendment rights under the United States Constitution to refuse to make any
9 self-incriminating statements or statements that may incriminate her.

10 14. Respondent JORDAN agrees to continue to cooperate with the court-appointed
11 Receiver Peter S. Davis, appointed in Cause No. CV2006-16822, Superior Court of Maricopa
12 County and agrees not to contest the validity of the receivership now or in the future. Respondent
13 JORDAN reserves the right to assert her Fifth Amendment rights under the United States
14 Constitution to refuse to make any self-incriminating statements or statements that may
15 incriminate her.

16 15. Respondent JORDAN consents to the entry of this Order and agrees to be fully
17 bound by its terms and conditions.

18 16. Respondent JORDAN acknowledges and understands that if she fails to comply
19 with the provisions of the Order and this Consent, the Commission may bring further legal
20 proceedings against her, including application to the Superior Court for an order of contempt.

21 17. Respondent JORDAN understands that default shall render her liable to the
22 Commission for its costs of collection and interest at the maximum legal rate.

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18. Respondent JORDAN agrees and understands that if she fails to make any payment as required in the Order, any outstanding balance shall be in default and shall be immediately due and payable without notice or demand. Respondent agrees and understands that acceptance of any partial or late payment by the Commission is not a waiver of default by Commission.

LINDA BRYANT JORDAN (a.k.a. LINDA VAN
VRANKEN a.k.a. LINDA JORDAN-VAN
VRANKEN)

STATE OF ARIZONA)
County of _____) ss
_____)



SUBSCRIBED AND SWORN TO BEFORE me this 5 day of MARCH, 2008

NOTARY PUBLIC

My Commission Expires:

05/27/2010